

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Reporting Issuer

Auxico Resources Canada Inc. (the “Company”)
230 Notre Dame Street
Montreal, Quebec H2Y 1T3

Item 2: Date of Material Change

March 27, 2019, March 28, 2019 and April 1, 2019.

Item 3: News Release

A news release was issued and disseminated on April 1, 2019 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

On April 1, 2019, the Company announced that Marc Filion has resigned and it has appointed Joseph Lau to the board of directors.

Additionally, the Company announced it has granted 500,000 stock options to directors and consultants at a price of \$0.25 per common share.

Item 5: Full Description of Material Change

On April 1, 2019, the Company announced that Marc Filion has resigned from the board of directors, for personal reasons. The board and management of the Company would like to thank Mr. Filion for his valued contributions to the Company over the past three years, and we wish him the very best in the future.

The Company would also like to announce, effective immediately, the appointment of Joseph Lau to the board of directors. Mr. Lau is the founder and chairman of Rockhound Limited, a private company based in Hong Kong that was established in 2006 to serve the mineral resources, mining and exploration sectors. He has a B.Sc. (Chemistry) from Concordia University and an MBA from the University of Ottawa. Since returning to Hong Kong in 1994, Mr. Lau has served in senior executive positions in various industries, including financial services, real estate, telecommunications and retail jewelry. He is a member of the Chemical Institute of Canada and the Canadian Institute of Mining, Metallurgy and Petroleum.

Mr. Lau previously served as a director of the Company prior to the Company’s listing on the Canadian Securities Exchange in October 2017, and has been an advisor to the Company over the past years.

Grant of options

The Company would also like to announce that it has granted 500,000 stock options to directors and consultants. These options have an exercise price of \$0.25 per common share, no vesting period and expire on March 27, 2024.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

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Item 9: Date of Report

April 10, 2019.